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**SPECIAL COUNSEL FOR ROBIN PHELAN,  
CHAPTER 11 TRUSTEE**

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE NORTHERN DISTRICT OF TEXAS  
DALLAS DIVISION**

IN RE:	§	
	§	CHAPTER 11 CASES
	§	
ACIS CAPITAL MANAGEMENT, L.P.,	§	CASE NO. 18-30264-sgj11
ACIS CAPITAL MANAGEMENT GP, LLC,	§	(Jointly Administered)
	§	
Debtors.	§	<b>Expedited Hearing Requested</b>

**SUPPLEMENT TO AMENDED MOTION FOR ENTRY OF ORDER (A) CONDITIONALLY  
APPROVING DISCLOSURE STATEMENT; (B) SCHEDULING COMBINED HEARING ON  
FINAL APPROVAL OF DISCLOSURE STATEMENT AND CONFIRMATION OF SECOND  
AMENDED JOINT PLAN, AND SETTING RELATED DEADLINES; (C) APPROVING FORMS  
FOR VOTING AND NOTICE; AND (D) GRANTING RELATED RELIEF**

TO THE HONORABLE STACEY G. C. JERNIGAN, UNITED STATES BANKRUPTCY JUDGE:

COMES NOW Robin Phelan ("Trustee"), the Chapter 11 Trustee for Acis Capital Management, L.P. ("Acis LP") and Acis Capital Management GP, LLC ("Acis GP" and, together with Acis LP, the "Debtors"), and files this Supplement to the Trustee's *Amended Motion for Entry of Order (A) Conditionally Approving Disclosure Statement; (B) Scheduling Combined Hearing on Final Approval of Disclosure Statement and Confirmation of Second Amended Joint Plan, and Setting Related Deadlines; (C) Approving Forms for Voting and Notice; and (D)*

*Granting Related Relief* (the "Motion") [Docket No. 622].<sup>1</sup>

**SUPPLEMENT TO MOTION**

1. In the Motion, the Trustee seeks entry of an order (a) scheduling a Combined Hearing to consider confirmation of the Debtor's Plan, (b) conditionally approving the Trustee's Disclosure Statement pending the Combined Hearing, (c) approving the Trustee's proposed form of ballot in relation to the Plan, (d) approving the Trustee's proposed transmittal letter for inclusion in the solicitation packages in relation to the plan, (e) establishing deadlines for submitting ballots, filing objections to the Plan, filing the ballot tabulation, and discovery in connection with confirmation of the Plan and final approval of the Disclosure Statement, (f) shortening the notice period with respect to the deadline for filing and serving objections to confirmation of the Plan and final approval of the Disclosure Statement, (g) approving consolidated voting on the Plan, and (h) approving the proposed form of notice of the Combined Hearing.

2. The Motion already seeks approval of the form of the materials to be included in the solicitation packages to be sent to creditors entitled to vote on the Plan (Classes 2, 3, and Subclasses 4A and 4B), as well as approval to send only the Combined Hearing Notice to the holders of Class 1 claims (which are presumed to have accepted the Plan) and Class 5 equity interests (which are presumed to have rejected the Plan).

3. In connection with the Prior Plan, which proposed an amendment to the indentures relating to the Acis CLOs, the Trustee sent notice of the Prior Plan (the "Prior Notice") [see Docket No. 456] to a confidential list of the beneficial holders of the senior secured and subordinated notes in the Acis CLOs (the "Noteholders"). Along with the Prior Notice, the Trustee also sent the Noteholders a copy of the Prior Plan, the disclosure statement relating to the Prior Plan, the order conditionally approving the disclosure statement relating to the Prior

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<sup>1</sup> Capitalized terms not otherwise defined herein have the meanings ascribed to such terms in the Motion.

Plan, and the combined hearing notice relating to the Prior Plan.

4. The current Plan does not include any proposed amendments to either the PMAs or the indentures relating to the CLOs. Nevertheless, the Trustee will again serve notice-only packages (the "Notice Packages") on the Noteholders in the Acis CLOs, which will include the following: (a) a copy of the Disclosure Statement, (b) a copy of the Plan, (c) a copy of the order conditionally approving the disclosure statement, and (d) a copy of the Combined Hearing Notice. A copy of the Trustee's proposed *Notice of Solicitation of Second Amended Joint Plan for Acis Capital Management, L.P. an Acis Capital Management GP, LLC to Noteholders* (the "Noteholder Notice") is attached hereto as **Exhibit "E"** to the Motion. The Trustee hereby supplements the Motion to seek approval of the form of the Noteholder Notice, as well as permission to send the Noteholder Notice with the attachments on the Noteholders. In addition, for any notes in the CLOs that are held by Cede & Co., as the nominee for the Depository Trust Corporation, on behalf of the Noteholders, the Trustee requests authorization and approval from the Court to send the Noteholder Notice to Cede & Co. on behalf of such Noteholders.

5. The Plan also includes a plan injunction that affects certain non-creditor entities including Highland CLO Funding, Ltd. ("Highland Funding"), CLO Holdco, Ltd. ("CLO Holdco"), Neutra, Ltd. ("Neutra"), Highland HCF Advisors, Ltd. ("Highland HCF"), Highland CLO Management, Ltd. ("Highland CLOM"), and any other affiliates of Highland Capital Management, LP ("HCM"). HCM, Highland Funding, CLO Holdco, Neutra, Highland HCF, Highland CLOM, and any other affiliates of HCM are collectively referred to herein as the "Highlands." HCM has filed a proof of claim in this case and will receive a full solicitation package. The remaining Highlands, however, are not creditors under the Plan (although Neutra is an equity interest holder). As a result, the Trustee proposes to serve similar Notice Packages on the Highlands other than HCM, which will also include the following: (a) a copy of the Disclosure Statement, (b) a copy of the Plan, (c) a copy of the order conditionally approving the disclosure statement, and (d) a copy of the Combined Hearing Notice. A copy of the Trustee's proposed *Notice of*

*Solicitation of Second Amended Joint Plan for Acis Capital Management, L.P. an Acis Capital Management GP, LLC to Highland Entities* (the "Highlands Notice") is attached hereto as **Exhibit "F"** to the Motion. The Trustee hereby supplements the Motion to seek approval of the form of the Highlands Notice, as well as permission to send the Highlands Notice with the attachments on the Highlands other than HCM.

6. Rule 3017(f) of the Federal Rules of Bankruptcy Procedure provides:

**Notice and Transmission of Documents to Entities Subject to an Injunction Under a Plan.** If a plan provides for an injunction against conduct not otherwise enjoined under the Code and an entity that would be subject to the injunction is not a creditor or equity security holder, at the hearing held under Rule 3017(a), the court shall consider procedures for providing the entity with:

(1) at least 28 days' notice of the time fixed for filing objections and the hearing on confirmation of the plan containing the information described in Rule 2002(c)(3); and

(2) to the extent feasible, a copy of the plan and disclosure statement.

Fed. R. Bankr. P. 3017(f). The Trustee contends that the conduct sought to be enjoined in the plan injunction is conduct already enjoined under the Bankruptcy Code. Nevertheless, the Trustee proposes to send the Highlands Notice to the Highlands other than HCM out of an abundance of caution to eliminate any issue regarding the adequacy of the notice provided.

7. If the Court grants the Motion, and the Plan and related materials, including the Highlands Notice, are served on October 26, 2018 and the Combined Hearing is held during the week of December 10, 2018, then the sending of the Highlands' Notice will provide the Highlands with a copy of the Plan and Disclosure Statement, as well as at least 28 days' notice of the Combined Hearing, as required under Rule 3017(f).

8. However, the Motion also seeks approval of an Objection Deadline of November 9, 2018, which would provide the Highlands with no less than fourteen (14) days' notice. Although Rule 3017(f) also requires 28 days' notice of the time for filing objections, the Court may shorten the 28-day notice period pursuant to Bankruptcy Rule 9006(c) for cause shown. As is set forth in paragraphs 34 and 35 of the Motion, which are incorporated herein, cause

exists to shorten the Objection Deadline in this case. With regard to the Highlands, Highland Funding has been extremely active in the case. In addition, CLO Holdco and Neutra are represented by the same counsel as HCM. Finally, Highland HCF and Highland CLOM are currently third-party defendants in Adversary Proceeding No. 18-03078-sgj and are also believed to be owned or controlled by either HCM, Mr. Dondero, or entities owned or controlled by HCM or Mr. Dondero. Consequently, notice of the plan injunction not will be a surprise to either Highland HCF or Highland CLOM given Highland's substantial activity in this case.

9. Moreover, the Plan was filed on September 28, 2018 (i.e., approximately one month prior to the scheduled hearing on the Motion). In addition, although the Trustee is requesting that the Objection Deadline be shortened from 28 days to 14 days after service of the Plan, the Plan will have been on file for six (6) full weeks prior to the Objection Deadline. Under the circumstances here, including the significant activity in this case by the Highlands, the Trustee submits that shortening the Objection Deadline from 28 to 14 days in this case will not prejudice any of the Highlands.

10. In connection with the Prior Plan, the Trustee also served Notice Packages on a number of interested but non-voting interested parties, including non-creditor parties that filed notices of appearance, counterparties to executory contracts, certain funds for which Acis LP serves as the portfolio manager, and other non-creditors on the Debtors' service list (collectively, the "Notice Parties"). The Trustee also intends to serve Notice Packages on the Notice Parties, which will also include the following: (a) a copy of the Disclosure Statement, (b) a copy of the Plan, (c) a copy of the order conditionally approving the disclosure statement, and (d) a copy of the Combined Hearing Notice. A copy of this Trustee's proposed form of *Notice of Solicitation of Second Amended Joint Plan for Acis Capital Management, L.P. an Acis Capital Management GP, LLC to Notice Parties* (the "Notice Party Notice") is attached hereto as **Exhibit "G."** By this Supplement, the Trustee also seeks approval of the form of the Notice Party Notice and authorization to send the Notice Party Notice to the Notice Parties.

11. Further, out of an abundance of caution, consistent with Bankruptcy Rule 2002(c)(3), the Trustee has modified the Combined Hearing Notice, a copy of which is attached hereto as **Exhibit "H"** to the Motion, to include language regarding the plan injunction. Finally, to address the additional forms and notice provided for in this Supplement, the Trustee has also modified the form of proposed order on the Motion, a copy of which is attached hereto as **Exhibit "I"** to the Motion. The Combined Hearing Notice attached as Exhibit G to this Supplement and the form of the proposed order on the Motion attached as Exhibit H to this Supplement supersede the Combined Hearing Notice and proposed order attached to the Motion as Exhibits C and D, respectively.

**PRAYER**

WHEREFORE, the Trustee respectfully requests the Court grant the above Motion as supplemented by this Supplement, enter the proposed order attached hereto as **Exhibit I**, and grant all such other and further relief as is just and proper.

Dated: October 19, 2018.

Respectfully submitted,

/s/ Jeff P. Prostok  
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CHAPTER 11 TRUSTEE**

**CERTIFICATE OF SERVICE**

I hereby certify that a true and correct copy of the foregoing document was served upon the parties listed on the attached service list via ECF electronic Notice, if available, and via United States Mail, first class postage prepaid, on October 19, 2018. I further certify that a true and correct copy of the foregoing document was additionally served upon the parties listed below via email on October 19, 2018.

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***Via Priority Mail:***

Highland CLO Management, Ltd.  
c/o Summit Management Ltd.  
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***Via Priority Mail:***

Highland HCF Advisor, Ltd.  
P.O. Box 309 Ugland House  
South Church Street  
George Town, Grand Cayman KY1-1004

***Via First Class Mail, Postage Prepaid:***

Highland HCF Advisor, Ltd.  
c/o Strand Advisors, Inc.  
James Dondero, President  
300 Crescent Court, Suite 700  
Dallas, Texas 75201



***Via Priority Mail:***

Highland CLO Management, Ltd.  
c/o Summit Management Ltd.  
Suite #4-210 Governor's Square  
23 Lime Tree Bay Avenue  
Grand Cayman  
Cayman Islands

***Via First Class Mail, Postage Prepaid:***

Highland CLO Management Ltd.  
c/o Strand Advisors, Inc.  
Corporation Trust Center  
1209 Orange Street  
Wilmington, DE 19801

/s/ Jeff P. Prostok

Jeff P. Prostok

L:\PROSTOK\ACIS Capital Management (Trustee Rep)\Plan and Disclosure Statement\Pleadings re Conditional Approval of DS\Supplement to Amended Motion to Conditionally Approve DS and to Combine Hrg on Plan 10.19.18.docx

# **Exhibit E**

## **[Noteholder Notice]**

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J. Robert Forshey – State Bar No. 07264200  
Suzanne K. Rosen – State Bar No. 00798518  
Matthew G. Maben – State Bar No. 24037008

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**SPECIAL COUNSEL FOR ROBIN PHELAN,  
CHAPTER 11 TRUSTEE**

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE NORTHERN DISTRICT OF TEXAS  
DALLAS DIVISION**

IN RE:	§	
	§	CHAPTER 11 CASES
	§	
ACIS CAPITAL MANAGEMENT, L.P.,	§	CASE NO. 18-30264-sgj11
ACIS CAPITAL MANAGEMENT GP, LLC,	§	(Jointly Administered)
	§	
Debtors.	§	

**NOTICE OF SOLICITATION OF SECOND AMENDED JOINT PLAN FOR ACIS CAPITAL  
MANAGEMENT, L.P. AND ACIS CAPITAL MANAGEMENT GP, LLC TO NOTEHOLDERS**

**TO THE BENEFICIAL HOLDERS OF THE NOTES (the “NOTEHOLDERS”) IN THE  
FOLLOWING:**

**ACIS CLO 2013-1 LTD**

**ACIS CLO 2014-3 LTD**

**ACIS CLO 2014-4 LTD**

**ACIS CLO 2014-5 LTD**

**ACIS CLO 2015-6 LTD**

Acis CLO 2014-3, Ltd., Acis CLO 2014-4, Ltd., Acis CLO 2014-5, Ltd., and Acis CLO  
2015-6, Ltd. are collectively referred to herein as the “Acis CLOs.”

PLEASE TAKE NOTICE that on September 28, 2018, Robin Phelan ("Trustee"), the Chapter 11 Trustee for Acis Capital Management, L.P. and Acis Capital Management GP, LLC, filed the *Second Amended Joint Plan for Acis Capital Management, L.P. and Acis Capital Management GP, LLC* [Docket No. 612], as modified or supplemented (the "Joint Plan"), and on October 3, 2018, the Trustee filed an *Amended Disclosure Statement Pursuant to Section 1125 of the United States Bankruptcy Code with Respect to the Second Amended Joint Plan for Acis Capital Management, L.P. and Acis Capital Management GP, LLC* [Docket No. 621], as modified or supplemented (the "Disclosure Statement").

PLEASE TAKE FURTHER NOTICE that the Plan and Disclosure Statement were filed and then solicited to creditors entitled to vote on the plan on October 26, 2018. For your reference, attached please find copies of the following documents:

1. Joint Plan;
2. Disclosure Statement;
3. Order (i) Conditionally Approving Disclosure Statement, (ii) Scheduling Combined Hearing on Final Approval of Disclosure Statement and Confirmation of Plan, and Setting Related Deadlines, (iii) Approving Forms for Voting and Notice, and (iv) Approving Related Matters; and
4. Notice of (a) Combined Hearing to Consider Final Approval of Disclosure Statement and Confirmation of Plan, (b) Deadline for Submitting Ballots to Accept or Reject the Plan, (c) Deadline for Filing and Service of Objections to Final Approval of Disclosure Statement and Confirmation of Plan, and (d) Related Matters (the "Combined Hearing Notice").

PLEASE TAKE FURTHER NOTICE that the deadlines for any party or party in interest desiring to object to final approval of the Disclosure Statement and/or confirmation of the Plan, are set forth in the attached Combined Hearing Notice.

**PLEASE TAKE FURTHER NOTICE that Section 14.03 of the Plan contains a Plan Injunction, which enjoins Highland Capital Management, L.P. ("HCM"), Highland CLO Funding, Ltd. CLO Holdco, Ltd., Neutra, Ltd., Highland HCF Advisors, Ltd., Highland CLO Management, Ltd., and any other affiliates of HCM from taking any steps to liquidate the**

**Acis CLOs except through a reset transaction pursuant to section 6.08 if the Plan. Please refer to Section 14.03 of the Plan for the complete terms of the Proposed Plan Injunction.<sup>1</sup>**

PLEASE TAKE FURTHER NOTICE that the materials included with this notice are being sent to the Noteholders for notice and informational purposes only. Ballots were not included because the Trustee does not believe the Noteholders are either creditors or equity interest holders in either of the above-referenced debtors; however, all parties are encouraged to visit with their own counsel to determine whether or not they have a claim against the debtors.

**IN THE EVENT YOU ARE ACTING AS AN AGENT OR REPRESENTATIVE OF THE BENEFICIAL OWNERS OF THE NOTES IN THE ABOVE-REFERENCED ACIS CLOS, YOU ARE INSTRUCTED TO PROMPTLY DELIVER THIS NOTICE AND THE ATTACHED MATERIALS TO THE BENEFICIAL OWNERS OF THE NOTES IN THE ACIS CLOS. TIME IS OF THE ESSENCE SO THAT COMPLIANCE WITH THE DEADLINES SET FORTH IN THE COMBINED HEARING NOTICE MAY BE HAD.**

Dated: October \_\_\_, 2018.

Respectfully submitted,

/s/ Jeff P. Prostok  
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J. Robert Forshey  
State Bar No. 07264200  
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<sup>1</sup> The Bankruptcy Court entered orders on October 15, 2018 granting relief from the automatic stay and modifying a preliminary injunction to permit the trading, sale or other disposition of the collateral of Acis CLO 2013-1, Ltd. ("CLO-1") in accordance with the CLO-1 indenture, CLO-1 portfolio management agreement, and applicable law.

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**SPECIAL COUNSEL FOR ROBIN PHELAN,  
CHAPTER 11 TRUSTEE**

**CERTIFICATE OF SERVICE**

I hereby certify that a true and correct copy of the foregoing document and all referenced documents were served upon the parties receiving ECF Electronic Notice in this case and via First Class, U.S. Mail, postage prepaid, upon the confidential list of Noteholders (not attached due to confidentiality) on October \_\_\_\_, 2018.

/s/ Jeff P. Prostok

Jeff P. Prostok

L:\PROSTOK\ACIS Capital Management (Trustee Rep)\Plan and Disclosure Statement\Solicitation Documents\Notice to Noteholders of Solicitation of Joint Plan and DS 10.18.18.docx

# **Exhibit F**

## **[Highlands Notice]**

Jeff P. Prostok – State Bar No. 16352500  
J. Robert Forshey – State Bar No. 07264200  
Suzanne K. Rosen – State Bar No. 00798518  
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**COUNSEL FOR ROBIN PHELAN,  
CHAPTER 11 TRUSTEE**

Rakhee V. Patel – State Bar No. 00797213  
Phillip Lamberson – State Bar No. 00794134  
Joe Wielebinski – State Bar No. 21432400  
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[achiarello@winstead.com](mailto:achiarello@winstead.com)

**SPECIAL COUNSEL FOR ROBIN PHELAN,  
CHAPTER 11 TRUSTEE**

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE NORTHERN DISTRICT OF TEXAS  
DALLAS DIVISION**

IN RE:	§	
	§	CHAPTER 11 CASES
	§	
ACIS CAPITAL MANAGEMENT, L.P.,	§	CASE NO. 18-30264-sgj11
ACIS CAPITAL MANAGEMENT GP, LLC,	§	(Jointly Administered)
	§	
Debtors.	§	

**NOTICE OF SOLICITATION OF SECOND AMENDED JOINT PLAN FOR  
ACIS CAPITAL MANAGEMENT, L.P. AND ACIS CAPITAL MANAGEMENT GP, LLC  
TO HIGHLAND ENTITIES**

**TO ALL AFFILIATES OF HIGHLAND CAPITAL MANAGEMENT, LP (COLLECTIVELY, THE  
“HIGHLANDS”), INCLUDING:**

**HIGHLAND CLO FUNDING, LTD.**

**CLO HOLDCO, LTD.**

**NEUTRA, LTD.**

**HIGHLAND HCF ADVISORS, LTD.**

**HIGHLAND CLO MANAGEMENT, LTD.**

PLEASE TAKE NOTICE that on September 28, 2018, Robin Phelan (“Trustee”), the  
Chapter 11 Trustee for Acis Capital Management, L.P. and Acis Capital Management GP, LLC,



filed the *Second Amended Joint Plan for Acis Capital Management, L.P. and Acis Capital Management GP, LLC* [Docket No. 612], as modified or supplemented (the "Joint Plan"), and on October 3, 2018, the Trustee filed an *Amended Disclosure Statement Pursuant to Section 1125 of the United States Bankruptcy Code with Respect to the Second Amended Joint Plan for Acis Capital Management, L.P. and Acis Capital Management GP, LLC* [Docket No. 621], as modified or supplemented (the "Disclosure Statement").

PLEASE TAKE FURTHER NOTICE that the Plan and Disclosure Statement were filed and then solicited to creditors entitled to vote on the plan on October 26, 2018. For your reference, attached please find copies of the following documents:

1. Joint Plan;
2. Disclosure Statement;
3. Order (i) Conditionally Approving Disclosure Statement, (ii) Scheduling Combined Hearing on Final Approval of Disclosure Statement and Confirmation of Plan, and Setting Related Deadlines, (iii) Approving Forms for Voting and Notice, and (iv) Approving Related Matters; and
4. Notice of (a) Combined Hearing to Consider Final Approval of Disclosure Statement and Confirmation of Plan, (b) Deadline for Submitting Ballots to Accept or Reject the Plan, (c) Deadline for Filing and Service of Objections to Final Approval of Disclosure Statement and Confirmation of Plan, and (d) Related Matters (the "Combined Hearing Notice").

PLEASE TAKE FURTHER NOTICE that the deadlines for any party or party in interest desiring to object to final approval of the Disclosure Statement and/or confirmation of the Plan, are set forth in the attached Combined Hearing Notice.

**PLEASE TAKE FURTHER NOTICE that Section 14.03 of the Plan contains a Plan Injunction, which enjoins the Highlands from taking any steps to liquidate the Acis CLOs<sup>1</sup> except through a reset transaction pursuant to section 6.08 if the Plan. Please refer to Section 14.03 of the Plan for the complete terms of the proposed Plan Injunction.**

---

<sup>1</sup> The term "Acis CLOs" is defined in the Plan and used herein to include Acis CLO 2014-3, Ltd., Acis CLO 2014-4, Ltd., Acis CLO 2014-5, Ltd., and Acis CLO 2015-6, Ltd. The Bankruptcy Court entered orders on October 15, 2018 granting relief from the automatic stay and modifying a preliminary injunction to permit the trading, sale or other disposition of the collateral of Acis CLO 2013-1, Ltd. ("CLO-1") in accordance with the CLO-1 indenture, CLO-1 portfolio management agreement, and applicable law.

PLEASE TAKE FURTHER NOTICE that the materials included with this notice are being sent to the Highlands for notice and informational purposes only. Ballots were not included because the Trustee does not believe the Highlands are creditors or (with the exception of Neutra) equity interest holders in either of the above-referenced debtors; however, all parties are encouraged to visit with their own counsel to determine whether or not they have a claim against the debtors.

Dated: October \_\_\_, 2018.

Respectfully submitted,

/s/ Jeff P. Prostok

Jeff P. Prostok

State Bar No. 16352500

J. Robert Forshey

State Bar No. 07264200

Suzanne K. Rosen

State Bar No. 00798518

Matthew G. Maben

State Bar No. 24037008

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**COUNSEL FOR ROBIN PHELAN,  
CHAPTER 11 TRUSTEE**

-and-

Rakhee V. Patel

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[achiarello@winstead.com](mailto:achiarello@winstead.com)

**SPECIAL COUNSEL FOR ROBIN PHELAN,  
CHAPTER 11 TRUSTEE**

**CERTIFICATE OF SERVICE**

I hereby certify that a true and correct copy of the foregoing document and all referenced documents were served upon the parties receiving ECF Electronic Notice in this case and as indicated below of the parties reflected below on October \_\_\_\_, 2018.

***Via Email:***

Holland N. O'Neil  
Jason B. Binford  
Shiva D. Beck  
Melina N. Bales  
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Foley & Lardner LLP**  
2021 McKinney Avenue, Ste. 1600  
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*Counsel for HCM, Neutra and CLO Holdco*

***Via Email:***

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*Counsel for HCM, Neutra and CLO Holdco*

***Via Email:***

Mark M. Maloney  
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[mmaloney@kslaw.com](mailto:mmaloney@kslaw.com)  
[ajowers@kslaw.com](mailto:ajowers@kslaw.com)  
[pbessette@kslaw.com](mailto:pbessette@kslaw.com)  
*Counsel for Highland CLO Funding, Ltd.*

***Via Email:***

Lisa Lambert, Trial Attorney  
United States Trustee  
1100 Commerce Street, Room 976  
Dallas, TX 75242  
[lisa.l.lambert@usdoj.gov](mailto:lisa.l.lambert@usdoj.gov)

***Via Priority Mail:***

Highland HCF Advisor, Ltd.  
P.O. Box 309 Uglan House  
South Church Street  
George Town, Grand Cayman KY1-1004

***Via First Class Mail, Postage Prepaid:***

Highland HCF Advisor, Ltd.  
c/o Strand Advisors, Inc.  
James Dondero, President  
300 Crescent Court, Suite 700  
Dallas, Texas 75201

***Via First Class Mail, Postage Prepaid:***

Highland CLO Management Ltd.  
c/o Strand Advisors, Inc.  
Corporation Trust Center  
1209 Orange Street  
Wilmington, DE 19801

***Via Priority Mail:***

Highland CLO Management, Ltd.  
c/o Summit Management Ltd.  
P.O. Box 32311  
Grand Cayman, KY1-1209 Cayman Islands

***Via Priority Mail:***

Highland CLO Management, Ltd.  
P.O. Box 309 Ugland House  
South Church Street  
George Town, Grand Cayman KY1-1004

***Via Priority Mail:***

Highland CLO Management, Ltd.  
c/o Summit Management Ltd.  
Suite #4-210 Governor's Square  
23 Lime Tree Bay Avenue  
Grand Cayman  
Cayman Islands

/s/ Jeff P. Prostok

Jeff P. Prostok

L:\VPROSTOK\ACIS Capital Management (Trustee Rep)\Plan and Disclosure Statement\Solicitation Documents\Notice to Highland Entities of Solicitation of Joint Plan and DS 10.18.18.docx

# **Exhibit G**

## **[Notice to Notice Parties]**

Jeff P. Prostok – State Bar No. 16352500  
J. Robert Forshey – State Bar No. 07264200  
Suzanne K. Rosen – State Bar No. 00798518  
Matthew G. Maben – State Bar No. 24037008  
**FORSHEY & PROSTOK LLP**  
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[bforshey@forsheyprostok.com](mailto:bforshey@forsheyprostok.com)  
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[mmaben@forsheyprostok.com](mailto:mmaben@forsheyprostok.com)

**COUNSEL FOR ROBIN PHELAN,  
CHAPTER 11 TRUSTEE**

Rakhee V. Patel – State Bar No. 00797213  
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[achiarello@winstead.com](mailto:achiarello@winstead.com)

**SPECIAL COUNSEL FOR ROBIN PHELAN,  
CHAPTER 11 TRUSTEE**

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE NORTHERN DISTRICT OF TEXAS  
DALLAS DIVISION**

IN RE:	§	
	§	CHAPTER 11 CASES
	§	
ACIS CAPITAL MANAGEMENT, L.P.,	§	CASE NO. 18-30264-sgj11
ACIS CAPITAL MANAGEMENT GP, LLC,	§	(Jointly Administered)
	§	
Debtors.	§	

**NOTICE OF SOLICITATION OF FIRST AMENDED JOINT PLAN FOR ACIS CAPITAL  
MANAGEMENT, L.P. AND ACIS CAPITAL MANAGEMENT GP, LLC TO NOTICE PARTIES**

**TO: NOTICE PARTIES**

PLEASE TAKE NOTICE THAT on September 28, 2018, Robin Phelan ("Trustee"), the Chapter 11 Trustee for Acis Capital Management, L.P. and Acis Capital Management GP, LLC, filed the *Second Amended Joint Plan for Acis Capital Management, L.P. and Acis Capital Management GP, LLC* [Docket No. 612], as modified or supplemented (the "Joint Plan"), and on October 3, 2018, the Trustee filed an *Amended Disclosure Statement Pursuant to Section 1125 of the United States Bankruptcy Code with Respect to the Second Amended Joint Plan for Acis Capital Management, L.P. and Acis Capital Management GP, LLC* [Docket No. 621], as modified or supplemented (the "Disclosure Statement").

PLEASE TAKE FURTHER NOTICE that the Plan and Disclosure Statement were filed and then solicited to creditors entitled to vote on the plan on October 26, 2018. For your reference, attached please find copies of the following documents:

1. Joint Plan;
2. Disclosure Statement;
3. Order (i) Conditionally Approving Disclosure Statement, (ii) Scheduling Combined Hearing on Final Approval of Disclosure Statement and Confirmation of Plan, and Setting Related Deadlines, (iii) Approving Forms for Voting and Notice, and (iv) Approving Related Matters; and
4. Notice of (a) Combined Hearing to Consider Final Approval of Disclosure Statement and Confirmation of Plan, (b) Deadline for Submitting Ballots to Accept or Reject the Plan, (c) Deadline for Filing and Service of Objections to Final Approval of Disclosure Statement and Confirmation of Plan, and (d) Related Matters (the "Combined Hearing Notice").

PLEASE TAKE FURTHER NOTICE that the deadlines for any party or party in interest desiring to object to final approval of the Disclosure Statement and/or confirmation of the Plan are set forth in the attached Combined Hearing Notice.

**PLEASE TAKE FURTHER NOTICE that Section 14.03 of the Plan contains a Plan Injunction, which enjoins Highland Capital Management, L.P. ("HCM"), Highland CLO Funding, Ltd. CLO Holdco, Ltd., Neutra, Ltd., Highland HCF Advisors, Ltd., Highland CLO Management, Ltd., and any other affiliates of HCM from taking any steps to liquidate the Acis CLOs<sup>1</sup> except through a reset transaction pursuant to section 6.08 if the Plan. Please refer to Section 14.03 of the Plan for the complete terms of the proposed Plan Injunction.**

PLEASE TAKE FURTHER NOTICE that the materials included with this notice are being sent to the parties receiving such materials (the "Notice Parties") for notice and informational purposes only. Ballots were not included because the Trustee does not believe that the Notice

---

<sup>1</sup> The term "Acis CLOs" is defined in the Plan and used herein to include Acis CLO 2014-3, Ltd., Acis CLO 2014-4, Ltd., Acis CLO 2014-5, Ltd., and Acis CLO 2015-6, Ltd. The Bankruptcy Court entered orders on October 15, 2018 granting relief from the automatic stay and modifying a preliminary injunction to permit the trading, sale or other disposition of the collateral of Acis CLO 2013-1, Ltd. ("CLO-1") in accordance with the CLO-1 indenture, CLO-1 portfolio management agreement, and applicable law.

Parties are either creditors or equity interest holders in either of the above-referenced debtors; however, all parties are encouraged to visit with their own counsel to determine whether or not they have a claim against the debtors.

Dated: October \_\_\_\_, 2018.

Respectfully submitted,

/s/ Jeff P. Prostok

Jeff P. Prostok

State Bar No. 16352500

J. Robert Forshey

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Suzanne K. Rosen

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**COUNSEL FOR ROBIN PHELAN,  
CHAPTER 11 TRUSTEE**

-and-

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[achiarello@winstead.com](mailto:achiarello@winstead.com)



**SPECIAL COUNSEL FOR ROBIN PHELAN,  
CHAPTER 11 TRUSTEE**

**CERTIFICATE OF SERVICE**

I hereby certify that a true and correct copy of the foregoing document and all referenced documents were served upon the parties receiving ECF Electronic Notice in this case and via First Class, U.S. Mail, postage prepaid, upon the parties on the attached service list on October \_\_\_\_, 2018.

/s/ Jeff P. Prostok  
Jeff P. Prostok

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# **Exhibit H**

## **[Revised Combined Hearing Notice]**

Jeff P. Prostok – State Bar No. 16352500  
J. Robert Forshey – State Bar No. 07264200  
Suzanne K. Rosen – State Bar No. 00798518  
Matthew G. Maben – State Bar No. 24037008  
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**COUNSEL FOR ROBIN PHELAN,  
CHAPTER 11 TRUSTEE**

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Phillip Lamberson – State Bar No. 00794134  
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[achiarello@winstead.com](mailto:achiarello@winstead.com)

**SPECIAL COUNSEL FOR ROBIN PHELAN,  
CHAPTER 11 TRUSTEE**

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE NORTHERN DISTRICT OF TEXAS  
DALLAS DIVISION**

IN RE:

ACIS CAPITAL MANAGEMENT, L.P.,  
ACIS CAPITAL MANAGEMENT GP, LLC,  
  
Debtors.

§  
§ CHAPTER 11 CASES  
§  
§ CASE NO. 18-30264-sgj11  
§ (Jointly Administered)  
§  
§

**NOTICE OF (A) COMBINED HEARING TO CONSIDER FINAL APPROVAL OF DISCLOSURE  
STATEMENT AND CONFIRMATION OF PLAN, (B) DEADLINE FOR SUBMITTING BALLOTS  
TO ACCEPT OR REJECT THE PLAN, (C) DEADLINE FOR FILING AND SERVICE OF  
OBJECTIONS TO FINAL APPROVAL OF DISCLOSURE STATEMENT AND  
CONFIRMATION OF PLAN, AND (D) RELATED MATTERS**

**PLEASE TAKE NOTICE OF THE FOLLOWING:**

1. On September 28, 2018, Robin Phelan (the "Trustee"), as Chapter 11 Trustee for Acis Capital Management, L.P. and Acis Capital Management GP, LLC (together, the "Debtors"), filed the *Second Amended Joint Plan for Acis Capital Management, L.P. and Acis Capital Management GP, LLC* [Docket No.612], as modified or supplemented (the "Plan"), and on October 3, 2018, the Trustee filed the *Amended Disclosure Statement Pursuant to Section 1125 of the United States Bankruptcy Code with Respect to the Second Amended Joint Plan for Acis*

*Capital Management, L.P. and Acis Capital Management GP, LLC* [Docket No. 621], as modified or supplemented (the "Disclosure Statement").

2. On October 3, 2018, the Trustee filed his *Chapter 11 Trustee's Amended Motion for Entry of Order (A) Conditionally Approving Disclosure Statement; (B) Scheduling Combined Hearing on Final Approval of Disclosure Statement and Confirmation of Second Amended Joint Plan, and Setting Related Deadlines; (C) Approving Forms for Voting and Notice; and (D) Granting Related Relief* (the "Motion") [Docket No. 622].<sup>1</sup>

3. The Motion was granted pursuant to an *Order* entered by the Bankruptcy Court on October [REDACTED], 2018 (the "Solicitation Procedures Order") [Docket No. [REDACTED]] under which the Disclosure Statement was conditionally approved and certain procedures and materials have been approved for the solicitation of votes to accept or reject the Plan.

4. Copies of the Solicitation Procedures Order, Plan and Disclosure Statement may be obtained by accessing the Bankruptcy Court's website: <http://www.txnb.uscourts.gov/> (please note that a PACER password and login are required to access documents on the Bankruptcy Court's website and charges may apply). Alternatively, copies may be obtained, free of charge, upon request to the undersigned counsel for the Trustee.

5. A combined hearing to consider final approval of the Disclosure Statement and confirmation of the Plan (the "Combined Hearing") has been set to commence on **December [REDACTED], 2018 at 9:30 a.m., Central Time**, before the Honorable Stacey G. C. Jernigan, Earle Cabell Federal Building, 1100 Commerce Street, Courtroom No. 1 on the 14<sup>th</sup> Floor, Dallas, Texas 75242.

6. Under the terms of the Plan, holders of Claims in Class 2 (Terry Partially Secured Claim), Class 3 (General Unsecured Claims) and Class 4 (Insider Claims) are impaired and are therefore entitled to vote on the Plan. Class 4 is divided into two Subclasses – Subclass 4A and

---

<sup>1</sup> Capitalized terms not defined herein shall have the meanings attributed to such terms in the Plan or the Motion, as applicable.

Subclass 4B. Under the terms of the Plan, holders of Class 1 Claims are not impaired, are deemed to have accepted the Plan pursuant to section 1126(f) of the Bankruptcy Code, and are not entitled to vote on the Plan. Under the terms of the Plan, holders of Class 5 equity interests in the Debtors will not retain interests and will not receive any distribution under the Plan on account of such interests. Class 5 is therefore deemed to have rejected the Plan and holders of such equity interests are not entitled to vote on the Plan.

7. **Please be advised that Section 14.03 of the Plan contains a Plan Injunction, which enjoins Highland Capital Management, L.P. ("HCM"), Highland CLO Funding, Ltd. CLO Holdco, Ltd., Neutra, Ltd., Highland HCF Advisors, Ltd., Highland CLO Management, Ltd., and any other affiliates of HCM from taking any steps to liquidate the Acis CLOs<sup>2</sup> except through a reset transaction pursuant to section 6.08 of the Plan. Please refer to Section 14.03 of the Plan for the complete terms of the proposed Plan Injunction.**

8. The deadline by which completed Ballots must be submitted is **4:00 p.m., Central Time, on Friday, November 9, 2018** (the "Voting Deadline"). Failure to follow the voting instructions included with the Ballot or failure to submit the Ballot so that it is received by the Voting Deadline may result in the Ballot being disqualified and not counted.

9. Any creditor or party in interest desiring to object to final approval of the Disclosure Statement and/or confirmation of the Plan must file a written objection(s) with the Clerk of the Bankruptcy Court by no later than **Friday, November 9, 2018**, and concurrently serve a copy of such objection on (a) any parties that have filed a notice of appearance and request for notices in the Debtors' bankruptcy cases, at the addresses set forth therein, by United States Mail, and (b) the parties listed below via email or fax, at the email addresses or fax numbers set forth below,

---

<sup>2</sup> The term "Acis CLOs" is defined in the Plan and used herein to include Acis CLO 2014-3, Ltd., Acis CLO 2014-4, Ltd., Acis CLO 2014-5, Ltd., and Acis CLO 2015-6, Ltd. The Bankruptcy Court entered orders on October 15, 2018 granting relief from the automatic stay and modifying a preliminary injunction to permit the trading, sale or other disposition of the collateral of Acis CLO 2013-1, Ltd. ("CLO-1") in accordance with the CLO-1 indenture, CLO-1 portfolio management agreement, and applicable law.

with a hard copy to be deposited in the United States Mail addressed to such parties at the addresses set forth below:

Jeff P. Prostok  
Suzanne K. Rosen  
Forshey & Prostok, L.L.P.  
777 Main Street, Suite 1290  
Fort Worth, Texas 76102  
Fax: 817-877-4151  
Email: [jprostok@forsheyprostok.com](mailto:jprostok@forsheyprostok.com)  
Email: [srosen@forsheyprostok.com](mailto:srosen@forsheyprostok.com)

United States Trustee  
Attn: Lisa L. Lambert, Asst. U.S. Trustee  
1100 Commerce Street, Room 976  
Dallas, TX 75242  
Email: [Lisa.L.Lambert@usdoj.gov](mailto:Lisa.L.Lambert@usdoj.gov)

Joe Wielebinski  
Phillip Lamberson  
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Email: [jwielebinski@winstead.com](mailto:jwielebinski@winstead.com)  
Email: [achiarello@winstead.com](mailto:achiarello@winstead.com)

10. Any response to a timely filed and served Plan / Disclosure Statement Objection must be made by written response and filed with the Clerk of the Court and served by no later than **Friday, November 30, 2018**.

11. Any pre-trial brief must be filed with the Clerk of the Court and served by no later than **Friday, November 30, 2018**.

12. The Solicitation Procedures Order also establishes the following deadlines and requirements with respect to discovery and trial preparation matters in connection with the Combined Hearing:

a. all written discovery shall be served by no later than **Friday, November 2, 2018**;

b. the deadline for any responses or objections to discovery subject to any applicable discovery rule under the Bankruptcy Rules has been shortened to fourteen (14) days from service;

c. the parties shall provide expert witness designations, if any, and reports, if any, required by Federal Rule of Civil Procedure 26(a)(2)(A) and (B), as incorporated by

Bankruptcy Rule 7026, by no later than **Wednesday, November 14, 2018**, and rebuttal expert reports, if any, shall be provided by no later than **Friday, November 30, 2018**;

d. all depositions shall be held on reasonable notice and, unless otherwise agreed to in writing by the parties, seven (7) days' notice shall be required for all depositions;

e. all discovery shall be completed no later than **Wednesday, December 5, 2018**;

f. if the parties cannot agree on the scope of discovery, time to respond, or time to produce/appear, the Court shall consider any such dispute on an expedited basis, including via telephonic hearings, subject to the Court's availability;

g. all witnesses for the Combined Hearing shall be designated by **Wednesday, November 28, 2018**;

h. each party must file its Witness and Exhibit List for the Combined Hearing by **Wednesday, December 5, 2018**; and

i. all exhibits, except impeachment exhibits, shall be marked with exhibit labels and exchanged with opposing counsel contemporaneous with the filing of a party's Witness and Exhibit List.

13. The Combined Hearing may be continued from time to time without further notice other than the announcement of the adjourned date at the Combined Hearing or any continuation thereof.

DATED: October \_\_\_, 2018.

Respectfully submitted,

/s/ Jeff P. Prostok  
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State Bar No. 16352500  
J. Robert Forshey  
State Bar No. 07264200  
Suzanne K. Rosen  
State Bar No. 00798518  
Matthew G. Maben  
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CHAPTER 11 TRUSTEE**

-and-

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**SPECIAL COUNSEL FOR ROBIN PHELAN,  
CHAPTER 11 TRUSTEE**

**CERTIFICATE OF SERVICE**

I hereby certify that a true and correct copy of the above and foregoing document was served upon the parties on the attached service list via United States Mail, first class postage prepaid, and via ECF Electronic Notice, where available, on the            day of October, 2018.

/s/ Jeff P. Prostok

Jeff P. Prostok



# **Exhibit I**

## **[Revised Proposed Order]**

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE NORTHERN DISTRICT OF TEXAS  
DALLAS DIVISION**

IN RE:	§	
	§	CHAPTER 11 CASES
	§	
ACIS CAPITAL MANAGEMENT, L.P.,	§	CASE NO. 18-30264-sgj11
ACIS CAPITAL MANAGEMENT GP, LLC,	§	(Jointly Administered)
	§	
Debtors.	§	

**ORDER (I) CONDITIONALLY APPROVING DISCLOSURE STATEMENT, (II) SCHEDULING  
COMBINED HEARING ON FINAL APPROVAL OF DISCLOSURE STATEMENT AND  
CONFIRMATION OF SECOND AMENDED JOINT PLAN, AND SETTING RELATED  
DEADLINES, (III) APPROVING FORMS FOR VOTING AND NOTICE, AND  
(IV) APPROVING RELATED MATTERS**

Came on to be considered the *Chapter 11 Trustee's Amended Motion for Entry of Order* (A) *Conditionally Approving Disclosure Statement*; (B) *Scheduling Combined Hearing on Final Approval of Disclosure Statement and Confirmation of Second Amended Joint Plan, and Setting Related Deadlines*; (C) *Approving Forms for Voting and Notice*; and (D) *Granting Related Relief* [Docket No. 622], as supplemented by the supplement thereto [Docket No. \_\_\_\_] (collectively, the "Motion") filed by Robin Phelan (the "Trustee"), as Chapter 11 Trustee for Acis Capital Management, L.P. and Acis Capital Management GP, LLC (together, the "Debtors"). The Court

conducted a hearing on the Motion on October 24, 2018 (the "Hearing"). The Court hereby finds that it has jurisdiction over this matter pursuant to 28 U.S.C §§ 157 and 1334, and this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2). The Court further finds that due notice of the Motion and Hearing was given and is sufficient under the circumstances, and that no other or further notice need be provided. The Court further finds that the relief requested in the Motion is in the best interests of the Debtors and their estates and creditors. Upon all the proceedings had before the Court, and after due deliberation and sufficient cause appearing therefor, the Court finds that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein.

**ACCORDINGLY**, it is hereby **ORDERED** that:

1. The Motion is hereby **GRANTED** to the extent set forth herein.
2. Capitalized terms not defined herein shall have the meaning attributed to such terms in the Motion.
3. The Disclosure Statement is conditionally approved for the purpose of solicitation of votes on the Plan pending a final determination at the Combined Hearing.
4. The form of ballot attached as **Exhibit A** to the Motion is approved in all respects for use in solicitation of votes on the Plan.
5. The form of transmittal letter attached as **Exhibit B** to the Motion is approved in all respects for use in solicitation of votes on the Plan.
6. On **Friday, October 26, 2018**, the Trustee shall serve packages ("Solicitation Packages") on holders of claims in Classes 2 and 3 and Subclasses 4A and 4B under the Plan, which Solicitation Packages shall include (a) a copy of the Disclosure Statement, with a copy of the Plan attached as an exhibit thereto, (b) a copy of this Order, (c) a ballot for voting on the Plan, and (d) the transmittal letter approved herein. The Trustee shall not be required to serve Solicitation Packages on holders of any Class 1 Claims or Class 5 equity interests.

7. The forms of the Noteholder Notice attached to the Motion as **Exhibit “E,”** the Highlands Notice attached to the Motion as **Exhibit “F,”** and the Notice Party Notice attached to the Motion as **Exhibit “G”** are hereby approved in all respects for use in providing notice to the Noteholders, the Highlands, and the Notice Parties of the Plan, Disclosure Statement, Combined Hearing, and related deadlines.

8. On **Friday, October 26, 2018**, the Trustee shall serve Notice Packages on the Noteholders, the Highlands, and the Notice Parties. In the event any notes in the Acis CLOs are held by Cede & Co., as the nominee for the Depository Trust Corporation, on behalf of any beneficial noteholders, the Trustee is authorized to send the Noteholder Notice to Cede & Co. on behalf of such beneficial noteholders. The Trustee’s notice procedures set forth in the Motion are hereby approved and no other or further notice of the Plan, Disclosure Statement, deadlines relating to the Combined Hearing, and Combined Hearing need be provided.

9. To be counted as votes to accept or reject the Plan, all ballots must be properly executed, completed and delivered to the following address by no later than **4:00 p.m., Central Time, on Friday, November 9, 2018** (the “Voting Deadline”):

Acis Capital Management Ballot  
Attn: Linda Breedlove  
Forshey & Prostok, L.L.P.  
777 Main Street, Suite 1290  
Fort Worth, Texas 76102  
Fax: (817) 877-4151

Ballots may be faxed to the fax number set forth above so long as they are received by the Voting Deadline. Ballots received after the Voting Deadline will not be counted except upon further order of the Court.

10. The Trustee is authorized to tabulate ballots on a consolidated basis. The Trustee shall file a tabulation of ballots with the Clerk of the Court by no later than **Friday, November 16, 2018**, with a copy to be concurrently served upon any party that has filed a timely objection to confirmation of the Plan.

11. The Combined Hearing Notice attached as **Exhibit H** to the Motion, completed in conformity with this Order, is approved in all respects. The Trustee shall serve the Combined Hearing Notice on **Friday, October 26, 2018**.

12. A Combined Hearing to consider the adequacy and final approval of the Disclosure Statement and confirmation of the Plan will be held before the Honorable Stacey G. C. Jernigan, United States Bankruptcy Judge, Earle Cabell Federal Building, 1100 Commerce Street, Courtroom No. 1 on the 14<sup>th</sup> Floor, Dallas, Texas 75242 beginning on **December , 2018 at 9:30 a.m., Central Time**. The Combined Hearing may be continued from time to time by the Court without further notice other than the announcement of the adjourned date at the Combined Hearing or any continuation thereof.

13. Pursuant to Bankruptcy Rule 9006(c), the Trustee has shown cause to reduce the 28-day notice period of Bankruptcy Rule 2002(b) with respect to the deadline for filing objections to final approval of the Disclosure Statement and confirmation of the Plan. Therefore, objections, if any, to (a) the adequacy and final approval of the Disclosure Statement, and/or (b) confirmation of the Plan must be made by written objection and filed with the Clerk of the Court by no later than **Friday, November 9, 2018**. A copy of such objection shall be served (i) by United States Mail on any parties who have filed notices of appearance and requests for notice in the Debtors' cases, at the addresses set forth therein, and (ii) the parties listed below via email or fax, at the email addresses or fax numbers set forth below, with a hard copy to be deposited in the United States Mail addressed to such parties at the addresses set forth below so as to be received on or before the Objection Deadline:

Jeff P. Prostok  
Suzanne K. Rosen  
Forshey & Prostok, L.L.P.  
777 Main Street, Suite 1290  
Fort Worth, Texas 76102  
Fax: 817-877-4151  
Email: [jprostok@forsheyprostok.com](mailto:jprostok@forsheyprostok.com)  
Email: [srosen@forsheyprostok.com](mailto:srosen@forsheyprostok.com)

United States Trustee  
Attn: Lisa L. Lambert, Asst. U.S. Trustee  
1100 Commerce Street, Room 976  
Dallas, TX 75242  
Email: [Lisa.L.Lambert@usdoj.gov](mailto:Lisa.L.Lambert@usdoj.gov)

Joe Wielebinski  
Phillip Lamberson  
Annmarie Chiarello  
**WINSTEAD PC**  
500 Winstead Building  
2728 N. Harwood Street  
Dallas, Texas 75201  
Fax : 214-745-5390  
Email: [jwielebinski@winstead.com](mailto:jwielebinski@winstead.com)  
Email: [plamberson@winstead.com](mailto:plamberson@winstead.com)  
Email: [achiarello@winstead.com](mailto:achiarello@winstead.com)

14. Any response to a timely filed and served objection to the adequacy and final approval of the Disclosure Statement and/or confirmation of the Plan must be made by written response and filed with the Clerk of the Court by no later than **Friday, November 30, 2018**.

15. Any pre-trial brief must be filed with the Clerk of the Court and served by no later than **Friday, November 30, 2018**.

16. The Trustee has also shown cause to shorten certain deadlines with respect to discovery in connection with the matters to be considered at the Combined Hearing, and the following deadlines and requirements shall govern discovery and trial preparation matters:

a. the deadline by which any written discovery must be served is **Friday, November 2, 2018**;

b. the deadline for any responses or objections to discovery subject to any applicable discovery rule under the Bankruptcy Rules is hereby shortened to fourteen (14) days from service;

c. the parties shall provide expert witness designations, if any, and reports, if any, required by Federal Rule of Civil Procedure 26(a)(2)(A) and (B), as incorporated by Bankruptcy Rule 7026, by no later than **Wednesday, November 14, 2018**, and rebuttal expert reports, if any, shall be provided by no later than **Friday, November 30, 2018**;

d. all depositions shall be held on reasonable notice and, unless otherwise agreed to in writing by the parties, seven (7) days' notice shall be required for all depositions;

e. all discovery shall be completed no later than **Wednesday, December 5, 2018;**

f. if the parties cannot agree on the scope of discovery, time to respond, or time to produce/appear, the Court shall consider any such dispute on an expedited basis, including via telephonic hearings, subject to the Court's availability;

g. all witnesses for the Combined Hearing shall be designated by **Wednesday, November 28, 2018;**

h. each party must file its Witness and Exhibit List for the Combined Hearing by no later than **Wednesday, December 5, 2018;** and

i. all exhibits, except impeachment exhibits, shall be marked with exhibit labels and exchanged with opposing counsel contemporaneous with the filing of a party's Witness and Exhibit List.

17. This Court shall retain jurisdiction over all matters arising from or related to this Order.

**### End of Order ###**

# **Service List**



**Service List**  
**Acis Capital Mgmt./Phelan**  
**#5980**

Acis Capital Management, L.P.  
300 Crescent Court, Suite 700  
Dallas, TX 75201-7849

United States Trustee  
Lisa Lambert  
1100 Commerce St., Room 976  
Dallas, TX 75242

Dallas County  
c/o Laurie Spindler  
Linebarger, Goggan, Blair & Sampson LLP  
2777 N Stemmons Frwy, No 1000  
Dallas, TX 75207-2328

Dallas County  
c/o Sherrel K Knighton  
Linebarger Goggan Blair & Sampson, LLP  
2777 N. Stemmons Frwy Ste 1000  
Dallas, TX 75207-2328

Highland Capital Management, LP, Highland  
CLO Funding, Ltd., CLO Holdco, Ltd, Neutra, Ltd.  
c/o H. O'Neil, J. Binford, S. Beck, M. Bales  
Foley Gardere Foley & Lardner, LLP  
2021 McKinney Ave., Suite 1600  
Dallas, TX 75201

**Acis CLO 2013-1, Ltd.**  
**c/o Appleby Trust, Attn: Directors**  
**Clifton House 75 Fort St., PO Box 13**  
**Grand Cayman, Cayman Islands KY1-1108**

Acis CLO 2013-1 Chemical Holdings, LLC  
Acis CLO 2014-3 Chemical Holdings, LLC  
Acis CLO 2014-4 Chemical Holdings, LLC  
1209 Orange Street  
Wilmington, DE 19801-1120

**Acis CLO 2013-2 Ltd.**  
**Acis CLO 2014-3 Ltd.**  
**c/o MaplesFS Limited, Attn: Directors**  
**PO Box 1093, Boundary Hall, Cricket Sq.**  
**Grand Cayman, Cayman Islands KY1-1102**

**Acis CLO 2014-4 Ltd.**  
**Acis CLO 2014-5 Ltd.**  
**c/o MapleFS Limited, Attn: Directors**  
**PO Box 1093, Boundary Hall, Cricket Sq.**  
**Grand Cayman, Cayman Islands KY1-1102**

Acis CLO 2014-5 Chemical Holdings, LLC  
Acis CLO 2015-6 Chemical Holdings, LLC  
1209 Orange Street  
Wilmington, DE 19801-1120

**Acis CLO 2015-6 Ltd.**  
**Acis CLO 2017-7 Ltd.**  
**c/o MapleFS Limited, Attn: Directors**  
**PO Box 1093, Boundary Hall, Cricket Sq.**  
**Grand Cayman, Cayman Islands KY1 -1102**

Acis CLO Management, LLC  
Acis CLO Value GP, LLC  
1209 Orange Street  
Wilmington, DE 19801-1120

**Acis CLO Value Fund II (Cayman), L.P.**  
**Acis CLO Value Fund II GP, LLC**  
**Acis CLO Value Master Fund II, L.P.**  
**PO Box 309, Ugland House**  
**Grand Cayman, Cayman Islands KY1-1104**

Acis CLO Value Fund II, L.P.  
Acis Loan Funding, Ltd.  
Acis Capital Management GP, LLC  
300 Crescent Court, Suite 700  
Dallas, TX 75201-7849

**Acis Funding GP, Ltd.**  
**Acis Funding L.P.**  
**c/o Maples Corporate Services Limited**  
**PO Box 309, Ugland House**  
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Andrews Kurth Kenyon LLP  
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Houston, TX 77002-2929

**BNP Paribas Securities Services**  
**Luxembourg Branch**  
**60 Avenue John F. Kennedy**  
**1855 Luxembourg**

**CLO Holdco, Ltd.**  
**c/o Intertrust Corp. Svcs. (Cayman) Ltd.**  
**190 Elgin Ave., George Town**  
**Grand Cayman, Cayman Islands KY1-9005**

CSI Global Deposition Services  
4950 N. O'Connor Road, Suite 152  
Irving, TX 75062 - 2778

CT Corporation  
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Carol Stream, IL 60197-4349

Case Anywhere LLC  
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Woodland Hills, CA 91367-7447

David Langford  
1321 Indian Creek  
DeSoto, TX 75115-3652

David Simek  
31 Woodacres Road  
Brookville, NY 11545-2911

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Miami Beach, FL 33139-1700

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Joshua N. Terry  
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Rogge Dunn Group, PC  
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Joshua N. Terry  
c/o Rakhee V. Patel  
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Saint Paul, MN 55107-2292

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**First Floor Dorey Court**  
**Admiral Park, St. Peter Port, Guernsey**

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Blue Bell, PA 19422- 1853

US Bank National Association  
c/o Daniel P. Novakov  
Frost Brown Todd LLC  
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Dallas, TX 75201-2348

US Bank National Association  
c/o Mark D. Kotwick, Arlene Alves  
Seward & Kissell LLP  
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The Bank of N.Y. Mellon Trust Co., N.A.  
225 Liberty Street  
New York, NY 10286-0001

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W. Austin Jowers  
King & Spalding LLP  
1180 Peachtree Street NE  
Atlanta, GA 30309

Highland CLO Funding, Ltd., CLO Holdeo, Ltd.  
and Neutra, Ltd.  
c/o Daniel Elms/Heather Jobe/Scott Larson  
Bell Nunnally & Martin LLP  
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Dallas, TX 75204

Texas Comptroller of Public Accounts  
c/o John M. Stern, Asst. Attorney General  
Bankruptcy & Collection Div. MC 008  
PO Box 12548  
Austin, TX 78711-2548

Robin Phelan, Chapter 11 Trustee  
c/o R. Patel, P. Lamberson, J. Wielebinski,  
A. Chiarello – Winstead PC  
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Acis CLO 2014-1 and 3-6, Ltds.  
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Acis CLO 2013-1, Ltd., et al.  
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Special Procedures – Insolvency  
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Philadelphia, PA 1901-7346

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801 Cherry Street, Suite 1900, Unit 18  
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**Grand Cayman, Cayman Island KY1-1102**

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c/o David W. Elmquist  
Reed & Elmquist, PC  
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Universal-Inv.-Luxembourg SA/BayVK R2 Lux  
c/o Andrew Zollinger  
DLA Piper LLP  
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Dallas, TX 75201-4629

Universal-Inv.-Luxembourg SA/BayVK R2 Lux  
c/o Thomas Califano/Shmuel Klahr  
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New York, NY 10020-1104